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*Proposed Counsel for Debtors and  
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**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF NEW JERSEY**

In re:

Powin, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-16137 (MBK)

(Jointly Administered)

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: (i) Powin Project LLC [1583]; (ii) Powin, LLC [0504]; (iii) PEOS Holdings, LLC [5476]; (iv) Powin China Holdings 1, LLC [1422]; (v) Powin China Holdings 2, LLC [9713]; (vi) Charger Holdings, LLC [5241]; (vii) Powin Energy Ontario Storage, LLC [8348]; (viii) Powin Energy Operating Holdings, LLC [2495]; (ix) Powin Energy Operating, LLC [6487]; (x) Powin Energy Storage 2, Inc., [9926]; (xi) Powin Energy Ontario Storage II LP, [5787]; and (xii) Powin Canada B.C. Ltd. [2239]. The Debtors' mailing address is 20550 SW 115th Avenue Tualatin, OR 97062.

**SUPPLEMENTAL DECLARATION OF GERARD UZZI IN SUPPORT OF  
DEBTORS' APPLICATION FOR ENTRY OF AN ORDER AUTHORIZING THE  
EMPLOYMENT AND RETENTION OF TOGUT, SEGAL & SEGAL LLP AS  
CO-COUNSEL TO THE DEBTORS NUNC PRO TUNC TO THE PETITION DATE**

I, Gerard Uzzi, being duly sworn, declare the following under penalty of perjury:

1. I am the Chief Restructuring Officer (the “CRO”) of the above-captioned debtors and debtors in possession (collectively, the “Debtors”). I was appointed as CRO of Powin and the above-referenced affiliated debtors and debtors in possession (collectively, the “Debtors”) effective on June 9, 2025.

2. I am in all respects competent to make this supplemental declaration (the “Supplemental Declaration”) in further support of the Application [Docket No. 276] (the “Togut Application”)<sup>2</sup> to retain the Togut Firm as co-counsel, including as local counsel, to the Debtors pursuant to sections 327(a) and 328 of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016, Local Rule 2014-1, and the Appendix B Guidelines (as more fully described in the Application).

3. In connection with the Application, I submitted my initial declaration (the “Initial Declaration”), attached as Exhibit C to the Application. This Supplemental Declaration is provided pursuant to Paragraph D.2 of the *United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases*, effective November 1, 2013 and in response to requests made by the United States Trustee for the District of New Jersey. Except as otherwise indicated herein, I have personal knowledge of the matters set forth herein.

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<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

**SELECTION OF THE TOGUT FIRM**

4. As set forth in the Initial Declaration, the Debtors retained the Togut Firm due to its more than 45 year reputation for efficiently handling conflicts and for its very specialized expertise in supplementing the work of lead counsel in bankruptcy cases without unnecessary duplication of effort. Moreover, the Togut Firm's billing rates are lower than that of lead counsel and it is my understanding that they are lower than the billing rates of other comparably skilled professionals in the New York / New Jersey area.

5. Neither I nor the Debtors interviewed other firms for the restructuring engagement given the Togut Firm's prior experience serving as co-counsel alongside Denton's in *In re Global Wound Care Medical Group*, Case No. 24-34908 (CML), a chapter 11 case pending in the Southern District of Texas, and the Togut Firm's extensive experience serving as lead counsel, co-counsel, conflicts counsel and trustee in other restructurings and large chapter 11 cases and my own experience in working with the Togut Firm in Chapter 11 cases when I was a practicing restructuring attorney.

6. For the reasons set forth above and in the Initial Declaration, on behalf of the Debtors, I submit that the Togut Firm's employment as co-counsel is necessary and in the best interests of the Debtors and their estates.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States, that the foregoing statements are true and correct.

Dated: July 21 2025

Respectfully submitted,

/s/ Gerard Uzzi

Gerard Uzzi

Chief Restructuring Officer

Powin, LLC